



39320-0002

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
COMBINED DECLARATION AND POWER OF ATTORNEY**

As below named inventors, we hereby declare that:

Each inventor's residence, mailing address and citizenship are as stated below next to their name.

We each believe we are the original and first inventors of the subject matter which is claimed and for which a patent is sought on the invention entitled **DISTRIBUTED SYSTEM ENABLING INTEGRATION AND AUTOMATION OF MARKETING, SALES AND SERVICES**, the specification of which has an International Filing Date of January 9, 2004, an International Application Number of PCT/CA2004/000041, and a U.S. Application Number of 10/541,620.

We each claim priority benefits under Title 35, United States Code, 119(c) of U.S. Provisional Application No. 60/438,588, filed on January 9, 2003.

We each claim foreign priority benefits under Title 35, United States Code, 119(a)-(d) or 365(b) of any foreign application for patent or 365(a) of any PCT International application which designate at least one country other than the United States, listed below:

<u>Country</u>	<u>Application No.</u>	<u>Filing Date</u>
Canada	PCT/CA2004/000041	January 9, 2004

We each hereby state that we have reviewed and understands the contents of the above identified specification, including the claims, specifically referred to in this oath or declaration.

We each acknowledge the duty to disclose all information known to us which is material to patentability as defined in Title 37, Code of Federal Regulations, 1.56.

We each hereby declare that all statements made herein of his own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statement may jeopardize the validity of the application or any patent issued thereon.

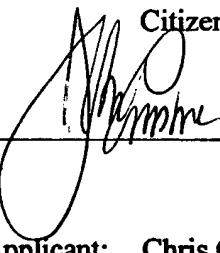
We each hereby appoint the attorneys assigned to the Customer Number listed below with full power of substitution and revocation, to prosecute said applications, to make

alterations and amendments therein, to receive the patent, and to transact all business in the Patent and Trademark Office connected therewith:

Customer No.: 000041881

Please address all correspondence to Brandon N. Sklar, Kaye Scholer LLP, 425 Park Avenue, New York, NY 10022, and direct all telephone calls to Brandon N. Sklar at (212) 836-8653.

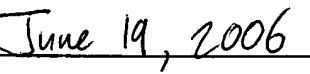
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Date 

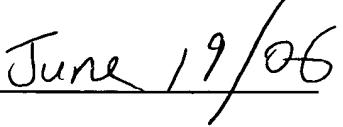
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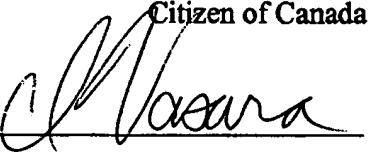
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